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Counsel to the Informal Group of
Holders of General Motors Unsecured Notes

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

_____	x	
In re	:	Chapter 11
	:	
GENERAL MOTORS CORP., <i>et al.</i> ,	:	Case No. 09- 50026 (REG)
	:	
	:	(Jointly Administered)
	:	
Debtors.	x	

**VERIFIED STATEMENT OF
PAUL, WEISS, RIFKIND, WHARTON & GARRISON LLP
PURSUANT TO BANKRUPTCY RULE 2019**

Paul, Weiss, Rifkind, Wharton & Garrison LLP ("Paul Weiss") represents the creditors and parties in interest identified below. Andrew N. Rosenberg, a member of the firm, on behalf of Paul Weiss, pursuant to Federal Rule of Bankruptcy Procedure 2019, makes the following representations in connection with this Verified Statement:

1. Paul Weiss represents the following parties in interest in their capacities as members of an informal group of holders of certain unsecured notes issued by General Motors (the "Unsecured Notes"), or as managers or advisors to such holders, (collectively, the "Informal Noteholder Group");

Franklin Templeton Investments,
on behalf of certain Funds and Accounts
One Franklin Parkway
San Mateo, California 94403

Marathon Asset Management,
on behalf of certain Funds and Accounts
One Bryant Park, 38th Floor
New York, New York 10036

JMG Capital Management, LLC
on behalf of certain Funds and Accounts
11601 Wilshire Blvd., Suite 2180
Los Angeles, CA 90025

Eastbourne Capital Management, LLC,
on behalf of certain Funds and Accounts
1101 Fifth Avenue, Suite 370
San Rafael CA 94901

2. The individual members of the Informal Noteholder Group collectively hold approximately \$1.6 billion of the Unsecured Notes. Each of the members of the Informal Noteholder Group was a member of the larger Ad-Hoc GM Noteholders Group, which was formed in December 2008.

3. The Informal Noteholder Group has retained Paul Weiss to represent their respective interests in connection with the above-captioned cases.

4. Upon information and belief formed after due inquiry, Paul Weiss does not hold any claims against or equity interests in the Debtors.

I verify under penalty of perjury that the foregoing statements are true and correct
to the best of my knowledge, information and belief.

Dated: New York, New York
June 1, 2009

PAUL, WEISS, RIFKIND, WHARTON & GARRISON
LLP

By: /s/ Andrew N. Rosenberg
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